

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE TURQUOISE HILL RESOURCES LTD.
SECURITIES LITIGATION

Case No. 1:20-cv-08585-LJL

**DECLARATION OF SALVATORE J. GRAZIANO IN SUPPORT OF PLAINTIFFS THE
PENTWATER FUNDS' MOTION FOR LEAVE TO FILE A THIRD AMENDED
CONSOLIDATED CLASS ACTION COMPLAINT**

I, Salvatore J. Graziano, declare as follows:

1. I am a member in good standing of the bars of the State of New York and of this Court. I am a partner in the law firm of Bernstein Litowitz Berger & Grossmann LLP.

2. I submit this declaration in support of Plaintiffs the Pentwater Fund's Motion for Leave to File a Third Amended Consolidated Class Action Complaint.

3. Attached as exhibits as true and correct copies of the following document:

Exhibit A: The redline version of the proposed Third Amended Consolidated Class Action Complaint (the "TAC") as compared to the Second Amended Consolidated Class Action Complaint (ECF No. 127).

Exhibit B: The proposed Third Amended Consolidated Class Action Complaint (the "TAC").

4. I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Executed this 15th day of December, 2023.

/s/ Salvatore J. Graziano
Salvatore J. Graziano